

**Piedmont Lithium Inc.**  
**CORPORATE GOVERNANCE STATEMENT 2022**  
**(dated February 28, 2023)**

Piedmont Lithium Inc. (**Piedmont** or **Company**) and the entities it controls believe corporate governance is important for Piedmont in conducting its business activities.

As a Delaware entity listed on Nasdaq, Piedmont has adopted corporate governance policies and board committee charters in line with Nasdaq listing standards. These documents are available in the Governance section of Piedmont's website, [www.piedmontlithium.com](http://www.piedmontlithium.com). These documents will be reviewed at least annually to address any changes in governance practices and the law.

This Corporate Governance Statement (**Statement**), which is current at February 28, 2023 and has been approved by the Company's Board, explains how Piedmont complies with the ASX Corporate Governance Council's '*Corporate Governance Principles and Recommendations - 4th Edition*' (**ASX Principles or Recommendations**) in relation to the year ended December 31, 2022.

In addition to the ASX Corporate Governance Council's '*Corporate Governance Principles and Recommendations - 4th Edition*' the Board has taken into account a number of important factors in determining its corporate governance policies and procedures, including the:

- cost verses benefit of additional corporate governance requirements or processes;
- size of the Board;
- Board's experience in the resources sector;
- organisational reporting structure and number of reporting functions, operational divisions and employees; and
- direct shareholder feedback.

**Principle 1: Lay solid foundations for management and oversight**

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
1.1 Board Charter – roles and responsibilities of board and management	<p>Piedmont has adopted a "Principles of Corporate Governance" document, which sets out the roles and core responsibilities of the Board and expressly reserves operation of Piedmont's business to senior management. Piedmont considers that its "Principles of Corporate Governance" document is akin to a "Board Charter".</p> <p>A copy of the Principles of Corporate Governance document is available in the Governance section of the Company's website <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>.</p>	Yes
1.2 Checks before appointing directors and senior executives and information regarding election and re-election of director candidates	<p>Piedmont carefully considers the character, experience, education and skillset of potential candidates for appointment to the Board or senior management. Piedmont has established a Nominating and Corporate Governance Committee, whose responsibilities include, among other things, identifying and recommending to Board suitably qualified and experienced candidates for election to the Board and for appointment to senior management roles.</p> <p>Piedmont also conducts appropriate background checks to verify the suitability of the candidate, prior to their election or appointment. Based on Piedmont's level of knowledge of the potential candidate, these may include checks as to the person's character, experience, education, bankruptcy history, and criminal record checks.</p> <p>Piedmont has appropriate procedures in place to ensure that material information relevant to a decision to elect or re-elect a director, is disclosed in the relevant notice of meeting provided to stockholders.</p>	Yes
1.3 Written contracts of appointment	<p>The Company sends each Director a letter of appointment that outlines the roles and responsibilities of each Director and obtains their commitment to their appointment.</p> <p>Each senior executive has entered into a service contract which sets out the material terms of employment, including a description of position and duties, reporting lines, remuneration arrangement and termination rights and entitlements.</p>	Yes
1.4 Company Secretary	<p>The Company Secretary reports directly to the Board through the Chairman on Board matters and all Directors have access to the Company Secretary. The appointment or removal of the Company Secretary is a matter for the Board.</p>	Yes

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
1.5 Diversity	<p>The Company has not adopted a Diversity Policy, nor has it established measurable objectives for achieving gender diversity for the 2022 year.</p> <p>The Company recognises that a diverse and talented workforce is a competitive advantage and encourages a culture that embraces diversity. The importance of diversity is expressly recognised in Piedmont's Code of Business Ethics and Conduct.</p> <p>However, the Board considers that the Company is not currently of a size to warrant the time and cost of adopting a Diversity Policy and setting measurable objectives for achieving gender diversity. The Board will review its position and may adopt a Diversity Policy and develop measurable objectives when the Company's operations increase.</p> <p>At the date of this Statement, the Company has one Hispanic/Latinx director, one African-American director, and two female directors.</p>	No
1.6 Board reviews	<p>In accordance with Piedmont's Principles of Corporate Governance document, the Company conducts an annual self-evaluation to assess its performance. The Audit, Nominating and Corporate Governance, and Leadership and Compensation Committees will conduct annual self-evaluations to assess their performance. The ability of individual directors to contribute to the Board is considered in connection with the re-nomination process. The Nominating and Corporate Governance Committee is responsible for developing, administering and overseeing processes for conducting evaluations.</p>	Yes
1.7 Management reviews	<p>In accordance with Piedmont's Principles of Corporate Governance document, the Leadership and Compensation Committee is responsible for setting annual and long-term performance goals for the CEO, evaluating the CEO's performance against those goals, and setting the CEO's compensation. Both the goals and the evaluation are submitted for consideration by the directors meeting in executive session without the CEO present.</p> <p>Each year Piedmont evaluates the performance of its senior executives against key performance indicators as set by the Board.</p>	Yes

**Principle 2: Structure the Board to be effective and add value**

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?																																
2.1 Nominations committee	<p>The Board has formed a Nominating and Corporate Governance Committee. The Nominating and Corporate Governance Committee consists of:</p> <ul style="list-style-type: none"> <li>• Mr. Claude Demby (chair);</li> <li>• Mr. Jorge Beristain; and</li> <li>• Ms. Susan Jones.</li> </ul> <p>The Board has adopted a Nominating and Corporate Governance Committee Charter. The Nominating and Corporate Governance Committee Charter sets out the processes the Nominating and Corporate Governance Committee employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.</p> <p>The Board regularly reviews whether it has the appropriate balance of skills, knowledge, and experience suitable for a Company in the junior resources sector.</p> <p>The Nominating and Corporate Governance Committee Charter is reviewed annually and is available in the Governance section of the Company's website <a href="https://pedmontlithium.com/about/governance-documents/">https://pedmontlithium.com/about/governance-documents/</a>.</p>	Yes																																
2.2 Board skills matrix	<p>The Board seeks a mix of skills suitable for a junior resources company. A board skills matrix is included in the 'Directors, Executive Officers and Corporate Governance' section of the Company's Annual Report on Form 10-K. Further details regarding the skills and experience of each Director are included in the 'Directors, Executive Officers and Corporate Governance' section of the Company's Annual Report on Form 10-K.</p>	Yes																																
2.3 Disclose independence and length of service	<p>The Board has assessed the independence status of its Directors and has determined the following as at December 31, 2022:</p> <table border="1" data-bbox="456 1320 1167 1705"> <thead> <tr> <th>Name</th> <th>Position</th> <th>Independent</th> <th>Length of Service</th> </tr> </thead> <tbody> <tr> <td>Jeffrey Armstrong</td> <td>Chairman</td> <td>Yes</td> <td>3 years</td> </tr> <tr> <td>Keith Phillips</td> <td>President and CEO</td> <td>No</td> <td>6 years</td> </tr> <tr> <td>Jorge Beristain</td> <td>Non-Executive Director</td> <td>Yes</td> <td>4 years</td> </tr> <tr> <td>Claude Demby</td> <td>Non-Executive Director</td> <td>Yes</td> <td>2 years</td> </tr> <tr> <td>Susan Jones</td> <td>Non-Executive Director</td> <td>Yes</td> <td>2 years</td> </tr> <tr> <td>Christina Alvord</td> <td>Non-Executive Director</td> <td>Yes</td> <td>&lt;1 year</td> </tr> <tr> <td>Michael Bless</td> <td>Non-Executive Director</td> <td>Yes</td> <td>&lt;1 year</td> </tr> </tbody> </table> <p>Further details regarding the Directors are set out in the 'Directors, Executive Officers and Corporate Governance' section of the Company's Annual Report on Form 10-K.</p>	Name	Position	Independent	Length of Service	Jeffrey Armstrong	Chairman	Yes	3 years	Keith Phillips	President and CEO	No	6 years	Jorge Beristain	Non-Executive Director	Yes	4 years	Claude Demby	Non-Executive Director	Yes	2 years	Susan Jones	Non-Executive Director	Yes	2 years	Christina Alvord	Non-Executive Director	Yes	<1 year	Michael Bless	Non-Executive Director	Yes	<1 year	Yes
Name	Position	Independent	Length of Service																															
Jeffrey Armstrong	Chairman	Yes	3 years																															
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RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
2.4 Majority of directors independent	A majority of the Directors of the Company were independent during the year ended December 31, 2022. As disclosed, only Mr. Phillips is not considered independent at December 31, 2022.	Yes
2.5 Chair independent	The Chairman, Mr Jeffrey Armstrong, is an independent non-executive Director. Further details regarding the Directors are set out in the 'Directors, Executive Officers and Corporate Governance' section of the Company's Annual Report on Form 10-K.	Yes
2.6 Induction and professional development	<p>The Nominating and Corporate Governance Committee Charter provides that the Nominating and Corporate Governance Committee will oversee the orientation process for new directors and ongoing education of directors.</p> <p>The Board has been structured such that its composition and size will enable it to effectively discharge its responsibilities and duties. Each Director has been appointed because they already possess the relevant industry experience and specific expertise relevant to the Company's business and level of operations and given the activities of the Company and their own experience do not require the Company, given its size, to provide professional development opportunities.</p> <p>Furthermore, each new Director receives and commits to a letter of appointment which includes details of the Company's key policies and processes and continuing professional development is expected of all Directors.</p> <p>Directors are also entitled to seek independent professional advice at the expense of the Company (subject to approval) as may be reasonably required to assist them to carry out their duties as a Director.</p>	No

**Principle 3: Instil a culture of acting lawfully, ethically and responsibly**

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
3.1 Articulate and disclose values	<p>The Board has established a Code of Business Ethics and Conduct for its Directors, executives and employees, a copy of which is available in the Governance section of the Company's website, <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>.</p> <p>The Code of Business Ethics and Conduct articulates its values and is provided to all employees as part of the recruitment process. The Code of Business Ethics and Conduct forms the foundation for the behaviour expectations that the Company has for its Directors, senior executives, employees and contract personnel.</p>	Yes
3.2 Code of conduct	<p>The Board has established a Code of Business Ethics and Conduct for its Directors, executives and employees, a copy of which is available in the Governance section of the Company's website, <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>.</p>	Yes

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
3.3 Whistleblower Policy	<p>The Company has adopted a Whistleblower Policy and a Whistleblower Hotline intended to support and protect persons who speak up about any unlawful, unethical or irresponsible behaviour within the organisation.</p> <p>The Whistleblower Policy is incorporated within the Company's Code of Business Ethics and Conduct, which is available in the Governance section of the Company's website, <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>.</p> <p>Details of the Whistleblower Hotline are available in the Contact section of the Company's website, <a href="https://piedmontlithium.com/contact/whistleblower-hotline/">https://piedmontlithium.com/contact/whistleblower-hotline/</a>.</p>	Yes
3.4 Anti-Bribery & Corruption Policy	<p>The Board are informed of material incidents reported under the Company's Whistleblower Hotline.</p> <p>The Company has adopted an Anti-Bribery and Corruption Policy by which the Company expects its operations and business dealings to be managed. The Anti-Bribery and Corruption Policy is incorporated within the Company's Code of Business Ethics and Conduct, a copy of which is available in the Governance section of the Company's website, <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>.</p> <p>The Code of Business Ethics and Conduct prohibits the giving of bribes or other improper payments and specifies the controls around the giving of donations and the acceptance of gifts or hospitality by officers of the Company. The Board is informed of any material breaches of the Code of Business Ethics and Conduct Policy.</p>	Yes

**Principle 4: Safeguard the integrity of corporate reports**

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
4.1 Audit committee	<p>The Board has established a separate Audit Committee. At December 31, 2022, the Audit Committee comprised Messrs Jorge Beristain, Claude Demby and Jeffrey Armstrong.</p> <p>The Audit Committee operates under a charter approved by the Board which is available in the Governance section of the Company's website at <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>.</p> <p>The Audit Committee, on behalf of the Board, exercises the Board's authority with respect to determining when to seek the appointment or removal of the external auditor, and subject to any statutory requirements, will also seek rotation of the audit partner on an as required basis.</p> <p>Further details on the integrity measures implemented for the corporate reporting function are provided in the Audit Committee Charter which is available in the Governance section of the Company's website at <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>.</p>	Yes

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
4.2 CEO and CFO certification of financial statements	<p>In respect to the annual financial report, the Board has obtained a written declaration from the CEO and CFO that, that to their knowledge: (1) the annual report fully complies with the requirements of Section 13(a) or 15(d) of the Exchange Act, as amended; and (2) the information contained in the annual Report fairly presents, in all material respects, the financial condition and results of operations of the Company.</p> <p>However, the Board did not receive declarations from the CEO and CFO in respect to the quarterly financial reports prepared during the financial year.</p>	No
4.3 Verifying the integrity of periodic corporate reports	The Company has an effective system of internal control and multiple review and approval stages which it applies to public documents that are not reviewed or audited by its external auditor.	Yes

**Principle 5: Make timely and balanced disclosure**

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
5.1 Disclosure and Communications Policy	<p>The Company has adopted a Continuous Disclosure Policy which is incorporated in the Company's Code of Business Ethics and Conduct and which sets out the processes and practices that ensure its compliance with the continuous disclosure requirements under applicable stock exchange listing rules and applicable corporation laws.</p> <p>A copy of the Code of Business Ethics and Conduct is available in the Governance section of the Company's website, <a href="https://pedmontlithium.com/about/governance-documents/">https://pedmontlithium.com/about/governance-documents/</a>.</p>	Yes
5.2 Material Market Announcements	The Company ensures that Directors are provided with a copy of all material market releases either before, or promptly after lodgement.	Yes
5.3 Investor or Analyst Presentations	The Company ensures that any new substantive investor or analyst presentation is released on the Company's announcements platforms ahead of the presentation.	Yes

**Principle 6: Respect the rights of security holders**

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
6.1 Information on website	<p>The Company keeps investors informed of its corporate governance, financial performance and prospects via its website.</p> <p>Investors can access copies of all announcements to the ASX, notices of meetings, annual reports and financial statements, investor presentations via the 'Investors' tab and can access general information regarding the Company and the structure of its business under the 'About' tab on the Company's website, <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>.</p> <p>Investors can access information about the Company's corporate governance practices via the "Governance tab in the About section of the Company's website, <a href="http://www.piedmontlithium.com">www.piedmontlithium.com</a>, where all relevant corporate governance information can be accessed.</p>	Yes
6.2 Investor relations programs	<p>The Company has an investor relations program that is commensurate with the size of the Company and its level of operations. This program involves actively engaging with interested brokers and investors and meeting with interested brokers and investors upon request. The Company always responds to enquiries received from brokers and investors from time to time.</p> <p>In addition, access to Directors and key management personnel is provided at the Company's Annual General Meeting of Shareholders, and Shareholders are always given the opportunity to ask questions of Directors and management, either during or after meetings.</p> <p>Any presentations prepared by the Company are posted on the Company's website (<a href="http://www.piedmontlithium.com">www.piedmontlithium.com</a>), which also provides the opportunity for interested parties to join the mailing list to receive regular updates from the Company.</p>	Yes
6.3 Facilitate participation at meetings of security holders	<p>The Board encourages participation of Shareholders at its meetings of shareholders and Shareholders are provided with all notices of meeting prior to meetings, which are set at times and places to promote maximum attendance by Shareholders.</p> <p>Shareholders are always given the opportunity to ask questions of Directors and management, either during or after meetings. In addition, the Company's auditor is also made available for questions at the Company's Annual General Meeting of Shareholders ("AGM").</p>	Yes
6.4 Substantive resolutions at a meeting of security holders should be decided by a poll rather than by a show of hands	<p>Substantive resolutions at a meeting of Piedmont's stockholders will be decided by poll.</p>	Yes



RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
6.5 Facilitate electronic communications	<p>The Company welcomes electronic communication from its Shareholders via its publicised email address (<a href="mailto:info@piedmontlithium.com">info@piedmontlithium.com</a>) and the Company's website (<a href="http://www.piedmontlithium.com">www.piedmontlithium.com</a>) provides the opportunity for interested parties to join the mailing list to receive regular electronic updates from the Company.</p> <p>The Company's share registry also engages with Shareholders electronically and makes available a range of relevant forms on its website. Shareholders can register with the share registry to access their personal information and shareholdings via the internet.</p>	Yes

#### Principle 7: Recognise and manage risk

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
7.1 Risk committee	<p>The Board has decided not to form a separate Risk Committee. Due to the size and development phase of the Company, the Board believes that no efficiencies or other benefits would be gained by establishing a separate Risk Committee.</p> <p>The Board as a whole is ultimately responsible for identifying the principal risks of the Company's business and ensuring the implementation of appropriate systems to manage those risks.</p> <p>Refer to Principle 7.4 (Sustainability risks) below for further details regarding risks managed by the Company, its Board and its Officers.</p>	Yes
7.2 Annual risk review	<p>On at least an annual basis, the Board reviews its material business risks and how its material business risks are being managed.</p> <p>For the 2022 year, management provided to the Board the Company's Risk Register summarising the significance of each risk as well as actions taken by management to mitigate the risks. Management also provided to the Board a report on the effectiveness of the Company's management of its material business risks throughout the 2022 year.</p>	Yes
7.3 Internal audit	<p>The Board has not established an internal audit function at this time.</p> <p>The Board has established an Audit Committee. The Audit Committee monitors the integrity of the Company's financial statements, the independence and qualifications of the Company's independent auditors, the performance of the Company's accounting staff and independent auditors, the Company's compliance with legal and regulatory requirements and the effectiveness of the Company's internal controls. The Audit Committee is also responsible for selecting, retaining (subject to stockholder approval), evaluating, setting the compensation of and, if appropriate, recommending the termination of the Company's independent auditors.</p>	Yes

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
7.4 Sustainability risks	<p>As discussed above, the Company identifies and manages material exposures to economic, environmental and social sustainability risks. Under the direction of the Board, the Chief Executive Officer, Chief Operating Officer, Chief Financial Officer, Chief Commercial Officer and Chief Legal Officer all have key responsibilities in understanding, reviewing, addressing and managing risks faced by the Company.</p> <p>Piedmont's business is subject to risks common to (1) natural resource extraction businesses and (2) chemical manufacturing, storage and handling, and transportation activities related to both operations. Both our mining and chemical operations will have environmental impacts on the air, land, water and property associated with these operations.</p> <p>Piedmont's objective is to be a steward of the environment as we conduct our business. Accordingly, all of these risks are being considered and integrated into the design and operation of our activities, in addition to compliance with all applicable federal, state and local rules and regulations. We will accomplish our goals by adopting a combination of specific extraction, processing and storage technologies, along with the implementation of industry best practice operational procedures and policies.</p> <p>The Chief Executive Officer and Chief Financial Officer are responsible for the internal control environment for the Company. The Chief Financial Officer is responsible for working with management to maintain a matrix of key risks and the internal controls of the Company that address and mitigate each key risk, including sustainability risks. Further details of these risks and how the Company manages or intends to manage these risks are set out in the Company's Annual Report on Form 10-K.</p>	Yes

**Principle 8: Remunerate fairly and responsibly**

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
8.1 Compensation committee	<p>The Board has established a separate Leadership and Compensation Committee. The Leadership and Compensation Committee Charter sets out the processes the Board employs for setting the level and composition of compensation for directors and senior executives and ensuring that such compensation is appropriate and not excessive.</p> <p>The Leadership and Compensation Committee Charter is reviewed annually and is available in the Governance section of the Company's website <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>.</p>	Yes
8.2 Disclosure of Executive and Non-Executive Director remuneration policy	<p>The Company seeks to attract and retain high performance Directors and Executive with appropriate skills, qualifications and experience to add value to the Company and fulfil the roles and responsibilities required. It reviews requirements of additional capabilities at least annually.</p> <p>Executive remuneration is to reflect performance and, accordingly, remuneration is structured with a fixed component and performance- based remuneration component.</p>	Yes

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
8.3 Policy on hedging equity incentive schemes	<p>Non-Executive Directors are paid fixed fees for their services in accordance with the Company's Constitution. Fees paid are composite fee (covering all Board and Committee responsibilities) and any contributions by the Company to a fund for the purposes of superannuation benefits for a Director. No other retirement benefits schemes are in place in respect to Non-Executive Directors.</p> <p>Further details regarding the remuneration of the Executive and Non-Executive Directors are set in the in the 'Executive Compensation' section of the Company's Annual Report on Form 10-K.</p> <p>The Company's Directors and Executives must not enter into any hedge arrangement in relation to any performance rights they may be granted or otherwise entitled to under an incentive scheme or plan, prior to exercising those rights or, once exercised, while the securities are subject to a transfer restriction.</p> <p>Further details regarding the Company's hedging policy are set out in the Company's Insider Trading Policy which is available in the Governance section of the Company's website, <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>.</p>	Yes

**Principle 9: Additional recommendations that apply only in certain cases**

RECOMMENDATION	PIEDMONT'S COMPLIANCE WITH RECOMMENDATIONS	RECOMMENDATION FOLLOWED IN FULL FOR WHOLE OF 2022 YEAR?
9.1 Directors who do not speak the language	Not applicable.	Not applicable
9.2 Entities outside Australia should hold security holder meetings at reasonable places and times	As a corporation incorporated in the State of Delaware, United States, Piedmont holds its meetings of stockholders at a reasonable place and time in the United States. Where possible, Piedmont intends to use technology to facilitate participation by stockholders who are not able to attend in person.	Yes
9.3 Attendance of external auditor at AGM	Piedmont will make arrangements to enable its external auditor to attend Piedmont's annual general meetings of stockholders to answer questions from stockholders relevant to the audit.	Yes

# Appendix 4G

## Key to Disclosures

### Corporate Governance Council Principles and Recommendations

Name of entity

Piedmont Lithium Inc.
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ABN/ARBN

84 618 935 372
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Financial year ended:

December 31, 2022
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Our corporate governance statement<sup>1</sup> for the period above can be found at:<sup>2</sup>

- These pages of our annual report:
- This URL on our website: <https://piedmontlithium.com/about/governance-documents/>

The Corporate Governance Statement is accurate and up to date as at December 31, 2022 and has been approved by the board.

The annexure includes a key to where our corporate governance disclosures can be located.<sup>3</sup>

Date: March 15, 2023

Name of authorised officer authorising lodgement: Bruce Czachor – Executive Vice President, Chief Legal Officer, and Secretary

<sup>1</sup> “Corporate governance statement” is defined in Listing Rule 19.12 to mean the statement referred to in Listing Rule 4.10.3 which discloses the extent to which an entity has followed the recommendations set by the ASX Corporate Governance Council during a particular reporting period.

Listing Rule 4.10.3 requires an entity that is included in the official list as an ASX Listing to include in its annual report either a corporate governance statement that meets the requirements of that rule or the URL of the page on its website where such a statement is located. The corporate governance statement must disclose the extent to which the entity has followed the recommendations set by the ASX Corporate Governance Council during the reporting period. If the entity has not followed a recommendation for any part of the reporting period, its corporate governance statement must separately identify that recommendation and the period during which it was not followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it adopted in lieu of the recommendation during that period.

Under Listing Rule 4.7.4, if an entity chooses to include its corporate governance statement on its website rather than in its annual report, it must lodge a copy of the corporate governance statement with ASX at the same time as it lodges its annual report with ASX. The corporate governance statement must be current as at the effective date specified in that statement for the purposes of Listing Rule 4.10.3.

Under Listing Rule 4.7.3, an entity must also lodge with ASX a completed Appendix 4G at the same time as it lodges its annual report with ASX. The Appendix 4G serves a dual purpose. It acts as a key designed to assist readers to locate the governance disclosures made by a listed entity under Listing Rule 4.10.3 and under the ASX Corporate Governance Council’s recommendations. It also acts as a verification tool for listed entities to confirm that they have met the disclosure requirements of Listing Rule 4.10.3.

The Appendix 4G is not a substitute for, and is not to be confused with, the entity’s corporate governance statement. They serve different purposes and an entity must produce each of them separately.

<sup>2</sup> Tick whichever option is correct and then complete the page number(s) of the annual report, or the URL of the web page, where your corporate governance statement can be found. You can, if you wish, delete the option which is not applicable.

<sup>3</sup> Throughout this form, where you are given two or more options to select, you can, if you wish, delete any option which is not applicable and just retain the option that is applicable. If you select an option that includes “OR” at the end of the selection and you delete the other options, you can also, if you wish, delete the “OR” at the end of the selection.

See notes 4 and 5 below for further instructions on how to complete this form.

## ANNEXURE – KEY TO CORPORATE GOVERNANCE DISCLOSURES

Corporate Governance Council recommendation		Where a box below is ticked, <sup>4</sup> we have followed the recommendation <b>in full</b> for the <b>whole</b> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have <b>NOT</b> followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>
<b>PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT</b>			
1.1	A listed entity should have and disclose a board charter setting out: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	<input checked="" type="checkbox"/> and we have disclosed a copy of our board charter at: <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>	<input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
1.2	A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	<input checked="" type="checkbox"/>	<input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	<input checked="" type="checkbox"/>	<input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
1.4	The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	<input checked="" type="checkbox"/>	<input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable

<sup>4</sup> Tick the box in this column only if you have followed the relevant recommendation **in full** for the **whole** of the period above. Where the recommendation has a disclosure obligation attached, you must insert the location where that disclosure has been made, where indicated by the line with “*insert location*” underneath. If the disclosure in question has been made in your corporate governance statement, you need only insert “our corporate governance statement”. If the disclosure has been made in your annual report, you should insert the page number(s) of your annual report (eg “pages 10-12 of our annual report”). If the disclosure has been made on your website, you should insert the URL of the web page where the disclosure has been made or can be accessed (eg “www.entityname.com.au/corporate-governance/charters”).

<sup>5</sup> If you have followed all of the Council’s recommendations **in full** for the **whole** of the period above, you can, if you wish, delete this column from the form and re-format it.

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation	Where a box below is ticked, <sup>4</sup> we have followed the recommendation <b>in full</b> for the <b>whole</b> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>
<p>1.5 A listed entity should:</p> <p>(a) have and disclose a diversity policy;</p> <p>(b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and</p> <p>(c) disclose in relation to each reporting period:</p> <p>(1) the measurable objectives set for that period to achieve gender diversity;</p> <p>(2) the entity's progress towards achieving those objectives; and</p> <p>(3) either:</p> <p>(A) the respective proportions of men and women on the board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or</p> <p>(B) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act.</p> <p>If the entity was in the S&amp;P / ASX 300 Index at the commencement of the reporting period, the measurable objective for achieving gender diversity in the composition of its board should be to have not less than 30% of its directors of each gender within a specified period.</p>	<p><input type="checkbox"/></p> <p>and we have disclosed a copy of our diversity policy at:</p> <p>.....</p> <p><i>[insert location]</i></p> <p>and we have disclosed the information referred to in paragraph (c) at:</p> <p>.....</p> <p><i>[insert location]</i></p> <p>and if we were included in the S&amp;P / ASX 300 Index at the commencement of the reporting period our measurable objective for achieving gender diversity in the composition of its board of not less than 30% of its directors of each gender within a specified period.</p>	<p><input checked="" type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>
<p>1.6 A listed entity should:</p> <p>(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and</p> <p>(b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.</p>	<p><input checked="" type="checkbox"/></p> <p>and we have disclosed the evaluation process referred to in paragraph (a) in our Corporate Governance Statement and whether a performance evaluation was undertaken for the reporting period in accordance with that process in our Corporate Governance Statement</p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>

## Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, <sup>4</sup> we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>
1.7	<p>A listed entity should:</p> <p>(a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and</p> <p>(b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.</p>	<p><input checked="" type="checkbox"/></p> <p>and we have disclosed the evaluation process referred to in paragraph (a) in our Corporate Governance Statement and whether a performance evaluation was undertaken for the reporting period in accordance with that process in our Corporate Governance Statement</p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>

## Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation	Where a box below is ticked, <sup>4</sup> we have followed the recommendation <b>in full</b> for the <b>whole</b> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>	
<b>PRINCIPLE 2 - STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE</b>			
2.1	<p>The board of a listed entity should:</p> <p>(a) have a nomination committee which:</p> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.</p>	<p><input checked="" type="checkbox"/> and we have disclosed a copy of the charter of the committee at: <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a> and the information referred to in paragraphs (4) and (5) in our Corporate Governance Statement and at: <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a></p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>
2.2	<p>A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is looking to achieve in its membership.</p>	<p><input checked="" type="checkbox"/> and we have disclosed our board skills matrix in our Corporate Governance Statement</p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>
2.3	<p>A listed entity should disclose:</p> <p>(a) the names of the directors considered by the board to be independent directors;</p> <p>(b) if a director has an interest, position, affiliation or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position or relationship in question and an explanation of why the board is of that opinion; and</p> <p>(c) the length of service of each director.</p>	<p><input checked="" type="checkbox"/> and we have disclosed the names of the directors considered by the board to be independent directors in our Corporate Governance Statement and, where applicable, the information referred to in paragraph (b) in our Corporate Governance Statement and the length of service of each director in our Corporate Governance Statement</p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement</p>



## Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, <sup>4</sup> we have followed the recommendation <b>in full</b> for the <b>whole</b> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have <b>NOT</b> followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>
2.4	A majority of the board of a listed entity should be independent directors.	<input checked="" type="checkbox"/>	<input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	<input checked="" type="checkbox"/>	<input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
2.6	A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.	<input type="checkbox"/>	<input checked="" type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
<b>PRINCIPLE 3 – INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY</b>			
3.1	A listed entity should articulate and disclose its values.	<input checked="" type="checkbox"/> and we have disclosed our values at: <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>	<input type="checkbox"/> set out in our Corporate Governance Statement
3.2	A listed entity should: (a) have and disclose a code of conduct for its directors, senior executives and employees; and (b) ensure that the board or a committee of the board is informed of any material breaches of that code.	<input checked="" type="checkbox"/> and we have disclosed our code of conduct at: <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>	<input type="checkbox"/> set out in our Corporate Governance Statement
3.3	A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	<input checked="" type="checkbox"/> and we have disclosed our whistleblower policy at: <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>	<input type="checkbox"/> set out in our Corporate Governance Statement
3.4	A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or committee of the board is informed of any material breaches of that policy.	<input checked="" type="checkbox"/> and we have disclosed our anti-bribery and corruption policy at: <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>	<input type="checkbox"/> set out in our Corporate Governance Statement

## Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation	Where a box below is ticked, <sup>4</sup> we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>	
<b>PRINCIPLE 4 – SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS</b>			
4.1	<p>The board of a listed entity should:</p> <p>(a) have an audit committee which:</p> <p>(1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, who is not the chair of the board,</p> <p>and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the relevant qualifications and experience of the members of the committee; and</p> <p>(5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.</p>	<p><input checked="" type="checkbox"/></p> <p>and we have disclosed a copy of the charter of the committee at: <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a> and the information referred to in paragraphs (4) and (5) in our Annual Report on Form 10-K</p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement</p>
4.2	<p>The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.</p>	<p><input type="checkbox"/></p>	<p><input checked="" type="checkbox"/> set out in our Corporate Governance Statement</p>
4.3	<p>A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.</p>	<p><input checked="" type="checkbox"/></p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement</p>

## Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, <sup>4</sup> we have followed the recommendation <b>in full</b> for the <b>whole</b> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have <b>NOT</b> followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>
<b>PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE</b>			
5.1	A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	<input checked="" type="checkbox"/> and we have disclosed our continuous disclosure compliance policy at: <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>	<input type="checkbox"/> set out in our Corporate Governance Statement
5.2	A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	<input checked="" type="checkbox"/>	<input type="checkbox"/> set out in our Corporate Governance Statement
5.3	A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.	<input checked="" type="checkbox"/>	<input type="checkbox"/> set out in our Corporate Governance Statement
<b>PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS</b>			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	<input checked="" type="checkbox"/> and we have disclosed information about us and our governance on our website at: <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a>	<input type="checkbox"/> set out in our Corporate Governance Statement
6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	<input checked="" type="checkbox"/>	<input type="checkbox"/> set out in our Corporate Governance Statement
6.3	A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	<input checked="" type="checkbox"/> and we have disclosed how we facilitate and encourage participation at meetings of security holders in our Corporate Governance Statement	<input type="checkbox"/> set out in our Corporate Governance Statement
6.4	A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.	<input checked="" type="checkbox"/>	<input type="checkbox"/> set out in our Corporate Governance Statement
6.5	A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	<input checked="" type="checkbox"/>	<input type="checkbox"/> set out in our Corporate Governance Statement

## Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation	Where a box below is ticked, <sup>4</sup> we have followed the recommendation <b>in full</b> for the <b>whole</b> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>	
<b>PRINCIPLE 7 – RECOGNISE AND MANAGE RISK</b>			
7.1	<p>The board of a listed entity should:</p> <p>(a) have a committee or committees to oversee risk, each of which:</p> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.</p>	<p><input checked="" type="checkbox"/> and we have disclosed the fact that we do not have a risk committee or committees that satisfy (a) and the processes we employ for overseeing our risk management framework at:</p> <p><a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a></p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement</p>
7.2	<p>The board or a committee of the board should:</p> <p>(a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and</p> <p>(b) disclose, in relation to each reporting period, whether such a review has taken place.</p>	<p><input checked="" type="checkbox"/> and we have disclosed whether a review of the entity's risk management framework was undertaken during the reporting period in our Corporate Governance Statement</p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement</p>
7.3	<p>A listed entity should disclose:</p> <p>(a) if it has an internal audit function, how the function is structured and what role it performs; or</p> <p>(b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its governance, risk management and internal control processes.</p>	<p><input checked="" type="checkbox"/> and we have disclosed the fact that we do not have an internal audit function and the processes we employ for evaluating and continually improving the effectiveness of our risk management and internal control processes, in our Corporate Governance Statement</p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement</p>

## Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, <sup>4</sup> we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>
7.4	A listed entity should disclose whether it has any material exposure to environmental or social risks and, if it does, how it manages or intends to manage those risks.	<input checked="" type="checkbox"/> and we have disclosed whether we have any material exposure to economic, environmental and social sustainability risks and, if we do, how we manage or intend to manage those risks, in our Corporate Governance Statement	<input type="checkbox"/> set out in our Corporate Governance Statement

## Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation	Where a box below is ticked, <sup>4</sup> we have followed the recommendation <b>in full</b> for the <b>whole</b> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>	
<b>PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY</b>			
8.1	<p>The board of a listed entity should:</p> <p>(a) have a remuneration committee which:</p> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.</p>	<p><input checked="" type="checkbox"/> and we have disclosed a copy of the charter of the committee at: <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a> and the information referred to in paragraphs (4) and (5) in our Annual Report on Form 10-K</p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>
8.2	<p>A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.</p>	<p><input checked="" type="checkbox"/> and we have disclosed separately our remuneration policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives at: <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a></p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>
8.3	<p>A listed entity which has an equity-based remuneration scheme should:</p> <p>(a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and</p> <p>(b) disclose that policy or a summary of it.</p>	<p><input checked="" type="checkbox"/> and we have disclosed our policy on this issue or a summary of it at: <a href="https://piedmontlithium.com/about/governance-documents/">https://piedmontlithium.com/about/governance-documents/</a></p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b></p> <p><input type="checkbox"/> we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable <b>OR</b></p> <p><input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable</p>

## Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, <sup>4</sup> we have followed the recommendation <b>in full</b> for the <b>whole</b> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>
<b>ADDITIONAL RECOMMENDATIONS THAT APPLY ONLY IN CERTAIN CASES</b>			
9.1	A listed entity with a director who does not speak the language in which board or security holder meetings are held or key corporate documents are written should disclose the processes it has in place to ensure the director understands and can contribute to the discussions at those meetings and understands and can discharge their obligations in relation to those documents.	<input type="checkbox"/> and we have disclosed information about the processes in place at: ..... [insert location]	<input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b> <input checked="" type="checkbox"/> we do not have a director in this position and this recommendation is therefore not applicable <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
9.2	A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.	<input checked="" type="checkbox"/>	<input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are established in Australia and this recommendation is therefore not applicable <b>OR</b> <input type="checkbox"/> we are an externally managed entity and this recommendation is therefore not applicable
9.3	A listed entity established outside Australia, and an externally managed listed entity that has an AGM, should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.	<input checked="" type="checkbox"/>	<input type="checkbox"/> set out in our Corporate Governance Statement <b>OR</b> <input type="checkbox"/> we are established in Australia and not an externally managed listed entity and this recommendation is therefore not applicable <input type="checkbox"/> we are an externally managed entity that does not hold an AGM and this recommendation is therefore not applicable
<b>ADDITIONAL DISCLOSURES APPLICABLE TO EXTERNALLY MANAGED LISTED ENTITIES</b>			
-	<i>Alternative to Recommendation 1.1 for externally managed listed entities:</i> The responsible entity of an externally managed listed entity should disclose: (a) the arrangements between the responsible entity and the listed entity for managing the affairs of the listed entity; and (b) the role and responsibility of the board of the responsible entity for overseeing those arrangements.	<input type="checkbox"/> and we have disclosed the information referred to in paragraphs (a) and (b) at: ..... [insert location]	<input type="checkbox"/> set out in our Corporate Governance Statement

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, <sup>4</sup> we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>
-	<p><i>Alternative to Recommendations 8.1, 8.2 and 8.3 for externally managed listed entities:</i></p> <p>An externally managed listed entity should clearly disclose the terms governing the remuneration of the manager.</p>	<p><input type="checkbox"/></p> <p>and we have disclosed the terms governing our remuneration as manager of the entity at:</p> <p>.....</p> <p>[insert location]</p>	<p><input type="checkbox"/> set out in our Corporate Governance Statement</p>